

**THE
GREENBRIER
COMPANIES**

RECORDATION NO 26479-C FILED

JAN 14 2009

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SURFACE TRANSPORTATION BOARD

The Greenbrier Companies, Inc.

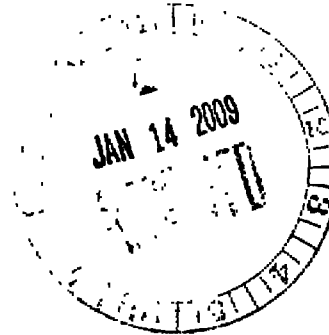
One Centerpointe Drive Suite 200

Lake Oswego, Oregon 97035

503 684 7000 Fax 503 684 7553

January 13, 2009

Ms. Anne K. Quinlan
Acting Secretary
Surface Transportation Board
395 E Street, SW
Washington, D.C. 20423-0001



Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301 are one (1) original and three (3) photocopies of a Memorandum of Lease Agreement for Schedule No. 2 dated as of August 4, 2008, a secondary document as defined in the Rules for the Recordation of Documents, 49 C.F.R. Section 1177.

This document relates to the Lease Agreement dated as of July 1, 2006, which was duly filed and recorded on August 9, 2006 and assigned Recordation Number 26479.

The names and addresses of the parties to the enclosed document are:

Lessor: Greenbrier Leasing Company LLC
One Centerpointe Drive, Suite 200
Lake Oswego, Oregon 97035

Lessee: Omnisource Corporation
7575 West Jefferson Blvd.
Fort Wayne, IN 46804

A description of the railroad equipment covered by the enclosed document is:

Fourteen (14) 52-foot 6-inch, 286,000 GRL. open-top, solid-bottom mill gondola railcars with fixed ends, bearing marks and numbers GBRX 32661 through GBRX 32674, inclusive. Eight (8) of the cars have 6-foot 5-1/4-inch sides, and six (6) of the cars have 6-foot 0-inch sides.

Also enclosed is a payment of \$42 payable to the order of the Surface Transportation Board covering the required recordation fee.

Ms. Anne K. Quinlan

January 13, 2009

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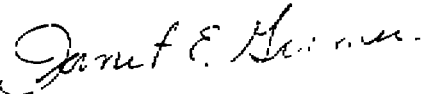
Kindly return stamped copies of the enclosed document not needed for your files to the undersigned.

A short summary of the enclosed primary document to appear in the Board's Index is:

Memorandum of Lease Agreement for Schedule No. 2 dated as of August 4, 2008 to a Lease Agreement dated as of July 1, 2006, between Gretnbrier Leasing Company LLC, Lessor, and Omnisource Corporation, Lessee.

If you have any questions, please do not hesitate to call.

Sincerely,



Janet E. Germer
Executive Assistant

jeg
Enclosures

cc: Robert W. Alvord, Esq.

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SURFACE TRANSPORTATION BOARD



MEMORANDUM OF LEASE AGREEMENT

BETWEEN

GREENBRIER LEASING COMPANY LLC ("LESSOR")

AND

OMNISOURCE CORPORATION ("LESSEE")

JULY 1, 2006

SCHEDULE NO. 2

AUGUST 4, 2008

Memorandum of a Lease Agreement and Schedule No. 2 thereto is made and entered into as of August 4, 2008 by and between Greenbrier Leasing Company LLC, an Oregon limited liability company, ("Lessor") and Omnisource Corporation, an Indiana corporation ("Lessee").

WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor, fourteen (14) 52-foot 6-inch, open-top, solid-bottom mill gondola railcars with fixed ends, bearing marks and numbers GBRX 32661 through GBRX 32674, inclusive.
2. The Lease Agreement shall be effective as of the date first set forth hereinabove and shall be subject to the lease term, as described in the Lease Agreement and Schedule No. 2, as each may be amended from time to time.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed by their respective officers as of the date and year first above written.

LESSOR:

GREENBRIER LEASING COMPANY LLC

BY: 

NAME: J. T. Sharp

TITLE: Vice President

LESSEE:

OMNISOURCE CORPORATION

BY: 

NAME: Phillip R. Bedwell

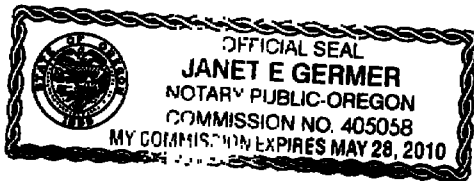
TITLE: Corporate Manager of Rail
& Barge Transportation

STATE OF OREGON

COUNTY OF CLACKAMAS

)
) ss.
)

On this 5th day of January, 2009, before me personally appeared J. T. Sharp, to me personally known, who being by me duly sworn, says that s/he is the President of Greenbrier Leasing Company LLC and that the foregoing instrument was signed on behalf of said company, and s/he acknowledged that the execution of the said instrument was her or his free act and deed.



Janet E. Germer
NOTARY PUBLIC
My commission expires: 5/28/2010

STATE OF Indiana

COUNTY OF Allen

)
) ss.
)

On this 27th day of December, 2008, before me personally appeared Philip R. Bedwell, to me personally known, who being by me duly sworn, says that s/he is the Manager of Rail & Bridge Transportation of Omnisource Corporation and that the foregoing instrument was signed on behalf of said corporation, and s/he acknowledged that the execution of the said instrument was her or his free act and deed.

Heather M. Graham
NOTARY PUBLIC
My commission expires:

